

**IN THE UNITED STATES DISTRICT COURT  
FOR THE WESTERN DISTRICT OF MISSOURI**

LAURA SEIDL, derivatively on behalf of the )  
Nominal defendant with respect to its series )  
mutual fund, the American Century Ultra Fund, )

Plaintiff, )

v. )

Case No. 10-4152-CV-W-GAF

AMERICAN CENTURY COMPANIES, INC., )  
AMERICAN CENTURY INVESTMENT )  
MANAGEMENT, INC., JAMES E. STOWERS, )  
JR., JAMES E. STOWERS, III, JONATHAN )  
S. THOMAS, THOMAS A. BROWN, )  
ANDREA C. HALL, DONALD H. PRATT, )  
GALE E. SAYERS, M. JEANNINE )  
STRANDJORD, TIMOTHY S. WEBSTER, )  
WILLIAM M. LYONS, MARK MALLON, )  
WADE SLOME, BRUCE WIMBERLY, JERRY )  
SULLIVAN and BILL MONROE, )

Defendants, )

AMERICAN CENTURY MUTUAL )  
FUNDS, INC., doing business as AMERICAN )  
CENTURY ULTRA FUND, )

Nominal Defendant. )

**AMENDED MOTION TO DISMISS PLAINTIFF'S  
FIRST AMENDED VERIFIED DERIVATIVE COMPLAINT**

Pursuant to Federal Rule of Civil Procedure 12(b)(6), Defendants Thomas A. Brown, Andrea C. Hall, Donald H. Pratt, Gale E. Sayers, M. Jeannine Strandjord, and Timothy S. Webster and nominal defendant American Century Mutual Funds, Inc. ("ACMF"), doing business as American Century Ultra Fund (hereinafter "Defendants"), respectfully move this Court to dismiss Plaintiff's First Amended Verified Derivative Complaint with prejudice, and for any other relief the Court deems just and proper.

In support of this Amended Motion, Defendants state that, based on the conclusion of an independent Special Litigation Committee (“SLC”) that pursuing Plaintiff’s claims would not be in the best interests of ACMF or its shareholders, ACMF’s board of directors rejected Plaintiff’s demand. That business judgment is supported in detail by the SLC report, upon which the Amended Complaint relies, and the Court should defer to that business judgment. Moreover, Plaintiff has failed to allege facts sufficient to establish that her demand was wrongfully refused. Suggestions in Support of this Amended Motion are filed herewith and are incorporated by reference.

Dated: December 1, 2011

Respectfully submitted,

BERKOWITZ OLIVER WILLIAMS  
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Timothy S. Webster, and Nominal  
Defendant American Century Mutual  
Funds, Inc., doing business as American  
Century Ultra Fund